

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. Contract ID Code Firm-Fixed-Price		Page 1 Of 5	
2. Amendment/Modification No.  02		3. Effective Date  2004JUN24		4. Requisition/Purchase Req No.  SEE SCHEDULE		5. Project No. (If applicable)	
6. Issued By TACOM WARREN BLDG 231 AMSTA-AQ-ADBX CATHERINE BASTIAN (586)574-6950 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: BASTIANC@TACOM.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6) DCMA BOSTON 495 SUMMER STREET BOSTON, MA 02210-2138		Code S2206A	
				SCD B PAS NONE ADP PT HQ0337			
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)  ROLLS-ROYCE NAVAL MARINE INC. 110 NORFOLK STREET WALPOLE, MA. 02081-1798  TYPE BUSINESS: Large Business Performing in U.S.				<input type="checkbox"/>		9A. Amendment Of Solicitation No.	
				<input type="checkbox"/>		9B. Dated (See Item 11)	
				<input checked="" type="checkbox"/>		10A. Modification Of Contract/Order No. DAAE07-99-D-T017/0011	
				<input type="checkbox"/>		10B. Dated (See Item 13) 2003NOV04	
Code 07309		Facility Code					
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. <b>FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER.</b> If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. Accounting And Appropriation Data (If required) Payment will be made by Electronic Funds Transfer ACRN: AB NET INCREASE: \$281,544.00							
<b>13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS</b>							
KIND MOD CODE: 5 It Modifies The Contract/Order No. As Described In Item 14.							
<input type="checkbox"/> A. This Change Order is Issued Pursuant To: The Contract/Order No. In Item 10A.		The Changes Set Forth In Item 14 Are Made In					
<input type="checkbox"/> B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).							
<input checked="" type="checkbox"/> C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of: Mutual Agreement							
<input type="checkbox"/> D. Other (Specify type of modification and authority)							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.							
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)  SEE SECOND PAGE FOR DESCRIPTION							
15A. Name And Title Of Signer (Type or print)				16A. Name And Title Of Contracting Officer (Type or print) JAMES E. NELSON NELSONJ@TACOM.ARMY.MIL (586)574-5258			
15B. Contractor/Offorer  (Signature of person authorized to sign)		15C. Date Signed		16B. United States Of America  By _____ /SIGNED/ (Signature of Contracting Officer)		16C. Date Signed  2004JUN24	
NSN 7540-01-152-8070 PREVIOUS EDITIONS UNUSABLE				30-105-02		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.243	

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 2 of 5
	PIIN/SIIN DAAE07-99-D-T017/0011	MOD/AMD 02	

Name of Offeror or Contractor: ROLLS-ROYCE NAVAL MARINE INC.

- SECTION A - SUPPLEMENTAL INFORMATION
1. THE PURPOSE OF MODIFICATION 02 IS TO PROVIDE "SHIPPING INSTRUCTIONS, DOCUMENT NUMBERS AND INCREMENTAL FUNDING" FOR THE COST PLUS FIXED-FEE (MAINTENANCE AND OVERHAUL) PORTION OF THE DELIVERY ORDER (CLIN 0001AA).
2. ROLLS ROYCE HEREWITH SUBMITS COST SUBMITTAL NO. 1 AND 2 FOR DELIVERY ORDER: 0011 FOR 115 EACH CORNER ACTUATOR NSN 4810-01-337-8962 Overhauled and Repaired under item 0001AB, pron EH44E108EH.
3. "ALL SHIPPING DOCUMENTATION" AND "IT'S CONTAINERS" ACCOMPANYING REPAIRED ASSETS RETURNED TO THE GOVERNMENT MUST HAVE THE FOLLOWING STATEMENT ANNOTATED IN THE REMARKS PORTION OF THE SHIPPING DOCUMENT AND CONTAINER:
- RETURN FROM REPAIR, MARK FOR: DESTINATION (SEE BELOW) AND USE THE ASSIGNED DOCUMENT NUMBERS REFERENCED IN THIS MODIFICATION, 02 (SEE BELOW).
4. "SHIPPING INSTRUCTIONS AND "DOCUMENT NUMBERS" FOR RETURN FROM REPAIR OF THE ONE HUNDRED FIFTEEN (115 EACH) CORNER ACTUATOR NSN 4810-01-337-8962 ARE AS FOLLOWS:
- 86 EACH W25G1U TRANSPORTATION OFFICER  
DDSP NEW CUMBERLAND FACILITY  
BLDG MISSION DOOR 113 134  
NEW CUMBERLAND, PA 17070  
DOCUMENT NO. W56HZV4173U477XXX
- 12 EACH W45G19 XR W390 RED RIVERMUNITIONS CTR  
HIGHWAY 82 WEST CL V TPF  
GATE 44 BLDG 184  
TEXARKANA, TX 75507  
DOCUMENT NUMBER W56HZV4173U478XXX
- 17 EACH W62G2T XU DEF DIST DEPOT SAN JOAQUIN  
25600 S CHRISMAN ROAD  
REC WHSE 10 PH 209 839 4307  
TRACY, CA 95376  
DOCUMENT NUMBER W56HZV4173U479XXX
5. SUBJECT CONTRACTOR HAS AUTHORITY TO SHIP THE MATERIAL PARTS ON OR BEFORE 30 WEEKS FROM RECEIPT OF SAID MODIFICATION AT NO ADDITIONAL COST.
6. AS A RESULT OF THIS MODIFICATION, THE DOLLAR VALUE OF THIS ORDER IS INCREASED BY \$288,544.00 (clin 0001AB) FROM \$220,800.00 TO \$502,344.00. ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

\*\*\* END OF NARRATIVE A 003 \*\*\*

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-99-D-T017/0011 MOD/AMD 02	Page 3 of 5
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Name of Offeror or Contractor: ROLLS-ROYCE NAVAL MARINE INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																																												
0001AA	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>M &amp; O, TEARDOWN, INSPECTION AND ANALYSIS</u></p> <p>NOUN: ACTUATOR, HYDRAULIC- PRON: EH44S086EH PRON AMD: 04 ACRN: AA AMS CD: 060011</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p>	115	EA		\$ 220,800.00																																																												
0001AB	<p><u>MAINTENANCE AND OVERHAUL: DELIVERABLE</u></p> <p>NOUN: ACTUATOR, HYDRAULIC- PRON: EH44E108EH PRON AMD: 01 ACRN: AB AMS CD: 060015</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table data-bbox="263 1155 844 1281"> <tr> <td>DOC</td><td>SUPPL</td><td></td><td></td><td></td><td></td></tr> <tr> <td><u>REL CD</u></td><td><u>MILSTRIP</u></td><td><u>ADDR</u></td><td><u>SIG CD</u></td><td><u>MARK FOR</u></td><td><u>TP CD</u></td></tr> <tr> <td>001</td><td>W56HZV4173U477</td><td>W25G1U</td><td>J</td><td></td><td>1</td></tr> <tr> <td><u>DEL REL CD</u></td><td><u>QUANTITY</u></td><td><u>DEL DATE</u></td><td></td><td></td><td></td></tr> <tr> <td>001</td><td>86</td><td>28-FEB-2005</td><td></td><td></td><td></td></tr> </table> <p>FOB POINT: Destination</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (W25G1U) XU TRANSPORTATION OFFICER DDSP NEW CUMBERLAND FACILITY BUILDING MISSION DOOR 113 134 NEW CUMBERLAND PA 17070-5001</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-99-D-T017/0011</p> <table data-bbox="263 1659 844 1785"> <tr> <td>DOC</td><td>SUPPL</td><td></td><td></td><td></td><td></td></tr> <tr> <td><u>REL CD</u></td><td><u>MILSTRIP</u></td><td><u>ADDR</u></td><td><u>SIG CD</u></td><td><u>MARK FOR</u></td><td><u>TP CD</u></td></tr> <tr> <td>002</td><td>W56HZV4173U478</td><td>W45G19</td><td>J</td><td></td><td>1</td></tr> <tr> <td><u>DEL REL CD</u></td><td><u>QUANTITY</u></td><td><u>DEL DATE</u></td><td></td><td></td><td></td></tr> <tr> <td>001</td><td>12</td><td>28-FEB-2005</td><td></td><td></td><td></td></tr> </table> <p>FOB POINT: Destination</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (W45G19) XR W390 RED RIVER MUNITIONS CTR</p>	DOC	SUPPL					<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>	001	W56HZV4173U477	W25G1U	J		1	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	86	28-FEB-2005				DOC	SUPPL					<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>	002	W56HZV4173U478	W45G19	J		1	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	12	28-FEB-2005				115	EA	\$ ** N/A **	\$ 281,544.00
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Name of Offeror or Contractor: ROLLS-ROYCE NAVAL MARINE INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<div>HIGHWAY 82 WEST CL V TPF GATE 44 BLDG 184 TEXARKANA TX 75507-5000</div> <div>CONTRACT/DELIVERY ORDER NUMBER DAAE07-99-D-T017/0011</div> <div>DOC SUPPL REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD 003 W56HZV4173U479 W62G2T J 1 DEL REL CD QUANTITY DEL DATE 001 17 28-FEB-2005</div> <div>FOB POINT: Destination</div> <div>SHIP TO: FREIGHT ADDRESS (W62G2T) XU DEF DIST DEPOT SAN JOAQUIN 25600 S CHRISMAN ROAD REC WHSE 10 PH 209 839 4307 TRACY CA 95304-5000</div> <div>CONTRACT/DELIVERY ORDER NUMBER DAAE07-99-D-T017/0011</div>				

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ <u>ITEM</u> <u>MIPR</u>		OBLG STAT/ <u>JOB ORD NO</u>			PRIOR AMOUNT		INCREASE/DECREASE <u>AMOUNT</u>		CUMULATIVE <u>AMOUNT</u>
0001AB	EH44E108EH	AB	2	\$		0.00	\$	281,544.00	\$	281,544.00
	060015									
						NET CHANGE	\$	281,544.00		

SERVICE <u>NAME</u>	NET CHANGE <u>BY ACRN</u>		<u>ACCOUNTING CLASSIFICATION</u>			ACCOUNTING <u>STATION</u>		INCREASE/DECREASE <u>AMOUNT</u>
Army	AB	97	X4930AC9D 6D	2571	S20113	W56HZV	\$	281,544.00
						NET CHANGE	\$	281,544.00

		PRIOR AMOUNT <u>OF AWARD</u>		INCREASE/DECREASE <u>AMOUNT</u>		CUMULATIVE <u>OBLIG AMT</u>
NET CHANGE FOR AWARD:	\$	220,800.00	\$	281,544.00	\$	502,344.00